

082-04635

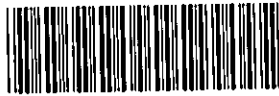
RETAIL HOLDINGS N.V.

RECEIVED

2007 JUN -5 A 7:25

OFFICE OF INTERNATIONAL
CORPORATE FINANCE

May 29, 2007



07024082

Securities and Exchange Cor
Division of Corporate Finance
Office of International Corporate Finance
Judiciary Plaza
450 Fifth Street, N.W.
Washington, DC 20549

Singw NV

SUPPL

Re: Retail Holdings N.V.
Exemption Number 82-5225

Dear Sir/Madam:

On behalf of Retail Holdings N.V. (the "Company"), we are furnishing to the Securities and Exchange Commission (the "Commission") herewith, pursuant to Rule 12g3-2(b)(1)(i) of the General Rules and Regulations (the "Exchange Act Rules") promulgated under the Securities and Exchange Act of 1934 (the "Exchange Act"), the documents listed below. Such documents are furnished with the understanding that such documents will not be deemed "filed" with the Commission or otherwise subject to the liabilities of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such documents and information shall constitute an admission for any purposes that the Company is subject to the Exchange Act. The Company is a "foreign private issuer" within the meaning of Rule 3b-4(c) of the Exchange Act Rules.

Attached is the Report of Foreign Private Issuer of Retail Holdings N.V. dated May 28, 2007, together with the Exhibits referred to therein.

Please have the enclosed copy of this letter date stamped and returned to the undersigned in the enclosed stamped, self-addressed envelope.

Very truly yours,

Amy Pappas

Amy Pappas
Company Secretary

PROCESSED

JUN 07 2007

THOMSON
FINANCIAL

Enclosure(s)

DLW 6/5

Retail Holdings N.V.
Schottegatweg Oost 44
Willemstad, Curacao
Netherlands Antilles

Exemption No. 82-5255

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OFFICE OF INTERNAL AFFAIRS
CORPORATE FINANCE

Interim Report of Foreign Private Issuer

Retail Holdings N.V.

Incorporated in the Netherlands Antilles

Schottegatweg Oost 44
Curacao, Netherlands Antilles

Dated May 28, 2007

Retail Holdings N.V.
Schottegatweg Oost 44
Willemstad, Curacao
Netherlands Antilles

Exhibit Index to Report

Exhibit No.

- | | |
|---|--|
| 1 | Excerpts from the Commercial Register, dated March 26,, 2007 |
| 2 | Excerpts from the Commercial Register, dated May 24, 2007 |



Curaçao Commercial Register

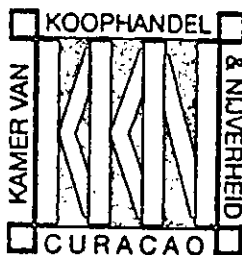
Excerpt from the Commercial Register

Registration number: 83676 (0)
Date: May 24, 2007 Time: 11:11:29 AM

In the Commercial Register of the Curaçao Chamber of Commerce & Industry is registered with number 83676 the company with trade name Retail Holdings N.V.

Trade name	Retail Holdings N.V.
Legal form	Limited Liability Company
Official company name	Retail Holdings N.V.
Statutory seat	Curaçao
Date of incorporation	December 21, 1999
Date last amendment	August 30, 2005
Date established	December 21, 1999
Authorized capital	U.S.A. Dollar 210,000.00
Issued capital	U.S.A. Dollar 81,218.68
Paid up capital	U.S.A. Dollar 81,218.68
Fiscal year	The fiscal year is equal to the calendar year
Business address	Schottegatweg Oost 44 Curaçao Netherlands Antilles
Correspondence address	same as above
Description English	<p>1a. To manufacture, buy, sell and use consumer and other products, including but not limited to sewing products, household appliances, furniture, motorcycles, automobiles and trucks, and equipment, parts and accessories therefor throughout the world and to engage in any business related thereto;</p> <p>b. To manufacture, buy, sell and use any and all products made from wood, metal, plastic or other material or materials or combinations thereof and to engage in manufacturing generally;</p> <p>c. To enter into and carry on any mercantile business in any country and to receive by assignment or purchase or to otherwise acquire any accounts receivable, bank accounts, securities, bills of exchange, notes, bonds, letters or credit, stocks or other instruments of value or documents of title in any country and to collect and hold the proceeds thereof;</p> <p>d. To enter into and carry on any financial services business in any country including, but not limited to, consumer and agricultural financing, product financing, motor cycle and automotive financing, leasing, securities dealing, funds management, sale of insurance, and funds remittance, provided, however, that such services may not be of such nature that would require the Company to be subject to the regulatory supervision by the Central Bank of the Netherlands Antilles or any other governmental body or other agency of or in the Netherlands Antilles;</p> <p>e. to undertake, conduct, assist, promote or engage in any research and development;</p> <p>f. To organize and to own, directly or indirectly, and to operate, under the laws of any state or other government, domestic or foreign, corporations and other organizations; to subscribe for any securities issued or to be issued by any such corporation or organization; and to dissolve, liquidate, wind-up or, reorganize, merge or consolidate any such corporation or organization;</p> <p>g. To invest its assets in securities, including shares and other certificates of participation and bonds, as well as other claims for interest bearing debts, however denominated, and in any all forms, the borrowing of money and the issuance of evidences of indebtedness</p>

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COURT OF APPEALS
CURAÇAO



Place of birth
Country of birth
Nationality

West Hampton
United Kingdom
British

4

Function
Title description

Statutory director
Managing Director/Chairman of the Board of Directors, President and
Chief Executive Officer

Name
Address

Stephen H. Goodman
10 Meeting House Road
10549 Bedford Corners, NY
United States of America

Date of birth
Place of birth
Country of birth
Nationality

May 28, 1944
New York, NY
United States of America
American

5

Function
Title description
Name
Address

Statutory director
Managing Director
Stewart M. Kasen
East Square Lane 60
23233 Richmond, VA
United States of America

Date of birth
Place of birth
Country of birth
Nationality

July 19, 1939
New Jersey
United States of America
American

6

Function
Title description
Name
Address

Proxy holder
Local Representative
Curaçao Corporation Company N.V.
Schottegatweg Oost 44
Curaçao
Netherlands Antilles

Registration number official

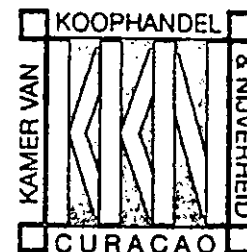
2071

7

Function
Title description
Name
Address

Proxy holder
Secretary
Amy Pappas
7 Mid Place Chappaqua
NY 10514

United States of America
June 11, 1959
New York, N.Y.
United States of America
American



Date of birth
Place of birth
Country of birth
Nationality

8

Function
Title description
Name
Address

Proxy holder
Vice President
Daniel Michel Philoponet
Apt. 509, S.C. Sathorn Boutique Hotel 141/9 Soi Thiensiang (Soi 7)
10500 South Sathorn Road, Bangkok

Date of birth
Place of birth
Country of birth

September 5, 1940
Hanoi
Vietnam



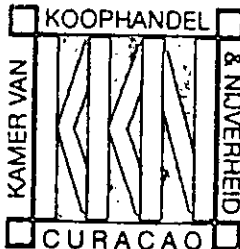
Curaçao Commercial Register

Excerpt from the Commercial Register

Registration number: 83676 (0)
Date: March 26, 2007 Time: 8:34:42 AM

In the Commercial Register of the Curaçao Chamber of Commerce & Industry is registered with number 83676 the company with trade name Retail Holdings N.V.

Trade name	Retail Holdings N.V.
Legal form	Limited Liability Company
Official company name	Retail Holdings N.V.
Statutory seat	Curaçao
Date of incorporation	December 21, 1999
Date last amendment	August 30, 2005
Date established	December 21, 1999
Authorized capital	U.S.A. Dollar 210,000.00
Issued capital	U.S.A. Dollar 81,218.68
Paid up capital	U.S.A. Dollar 81,218.68
Fiscal year	The fiscal year is equal to the calendar year
Business address	Schottegatweg Oost 44 Curaçao Netherlands Antilles
Correspondence address	same as above
Description English	<p>1a. To manufacture, buy, sell and use consumer and other products, including but not limited to sewing products, household appliances, furniture, motorcycles, automobiles and trucks, and equipment, parts and accessories therefor throughout the world and to engage in any business related thereto;</p> <p>b. To manufacture, buy, sell and use any and all products made from wood, metal, plastic or other material or materials or combinations thereof and to engage in manufacturing generally;</p> <p>c. To enter into and carry on any mercantile business in any country and to receive by assignment or purchase or to otherwise acquire any accounts receivable, bank accounts, securities, bills of exchange, notes, bonds, letters or credit, stocks or other instruments of value or documents of title in any country and to collect and hold the proceeds thereof;</p> <p>d. To enter into and carry on any financial services business in any country including, but not limited to, consumer and agricultural financing, product financing, motor cycle and automotive financing, leasing, securities dealing, funds management, sale of insurance, and funds remittance, provided, however, that such services may not be of such nature that would require the Company to be subject to the regulatory supervision by the Central Bank of the Netherlands Antilles or any other governmental body or other agency of or in the Netherlands Antilles;</p> <p>e. to undertake, conduct, assist, promote or engage in any research and development;</p> <p>f. To organize and to own, directly or indirectly, and to operate, under the laws of any state or other government, domestic or foreign, corporations and other organizations; to subscribe for any securities issued or to be issued by any such corporation or organization; and to dissolve, liquidate, wind-up or, reorganize, merge or consolidate any such corporation or organization;</p> <p>g. To invest its assets in securities, including shares and other certificates of participation and bonds, as well as other claims for interest bearing debts, however denominated, and in any all forms, the borrowing of money and the issuance of evidences of indebtedness</p>



therefor, as well as the lending of money;
h. To acquire considerations paid for technical assistance;
i. To invest its assets directly or indirectly in real property in real property, to acquire, own, hire, let, lease, rent, divide, drain, reclaim, develop, improve, cultivate, build on, sell or other wise alienate, mortgage or otherwise encumber real property and to construct infrastructure work, like roads, pipes and similar works on real estate;
j. To obtain income from the disposition or grant of rights to use copyrights, patents, designs, secret processes and fromulae, trademerks and other analogous property, from royalties (including rentals) for the use of industrial, commercial or scientific equipment, and from compensation or other consideration received for technical assistance or services;
k. To establish, participate in and manage limited liability and other companies or other undertakings of every kind or nature whatsoever, and to engage in industry and trade;
l. To guarantee or otherwise secure, and to transfer in ownership, to mortgage, to pledge or otherwise to encumber assets as security for the obligations of the Company and for the obligations of third parties, with or without consideration;
m. To borrow moneys upon the issuance of its bonds, debentures, notes or other obligations and to give security therefor; and
n. to place in trust all or any of its properties, including securities.
2. The corporation is entitled to do all that may be useful or necessary for the attainment of the above purposes or that is connected therewith in the widest sense, including the participation in and the management of any other venture or corporation.

Official(s)

1

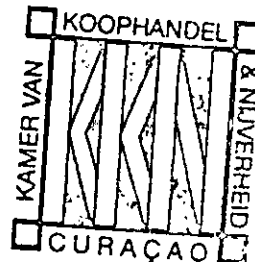
Function	Statutory director
Title description	Managing Director
Name	Alexander John Johnston
Address	Marylands Road 91 W9 London United Kingdom
Date of birth	April 24, 1964
Place of birth	London
Country of birth	United Kingdom
Nationality	British

2

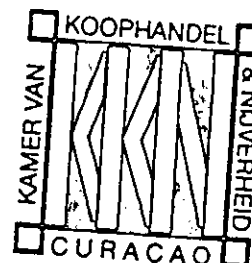
Function	Statutory director
Title description	Managing Director
Name	Antonio Costa
Address	Rua da Garagem 9-9A 2795-510 Carnaxide Portugal
Date of birth	March 15, 1942
Place of birth	San Sebastiano de Pedreira, Lissabon
Country of birth	Portugal
Nationality	Portugese

3

Function	Statutory director
Title description	Managing Director
Name	Malcolm J. Matthews
Address	2/F 10A Mosque Street 07901 Mid Level Hong Kong
Date of birth	September 9, 1940



Place of birth	West Hampton
Country of birth	United Kingdom
Nationality	British
4	
Function	Statutory director
Title description	Managing Director/Chairman of the Board of Directors, President and Chief Executive Officer
Name	Stephen H. Goodman
Address	10 Meeting House Road 10549 Bedford Corners, NY United States of America
Date of birth	May 28, 1944
Place of birth	New York, NY
Country of birth	United States of America
Nationality	American
5	
Function	Statutory director
Title description	Managing Director
Name	Stewart M. Kasen
Address	East Square Lane 60 23233 Richmond, VA United States of America
Date of birth	July 19, 1939
Place of birth	New Jersey
Country of birth	United States of America
Nationality	American
6	
Function	Proxy holder
Title description	Local Representative
Name	Curaçao Corporation Company N.V.
Address	Schottegatweg Oost 44 Curaçao Netherlands Antilles
Registration number official	2071
7	
Function	Proxy holder
Title description	Secretry
Name	Amy Pappas
Address	7 Mid Place Chappaqua NY 10514 United States of America
Date of birth	June 11, 1959
Place of birth	New York, N.Y.
Country of birth	United States of America
Nationality	American
8	
Function	Proxy holder
Title description	Vice President
Name	Gavin Walker
Address	Apartment 3B, Haking Mansions, 43 Barker Road The Peak Hong Kong
Date of birth	August 9, 1969
Place of birth	Kitwe



Country of birth Zambia
Nationality British
9
Function Proxy holder
Title description Vice President
Name Hemaka D.S. Amarasuriya
Address 30/15 Park Road
Colombo 5
Sri Lanka

Date of birth November 19, 1943
Place of birth Colombo
Country of birth Sri Lanka
Nationality Sri Lankan

10
Function Proxy holder
Title description Vice-President & Controller/Secretary
Name John Nashmi
Address Apricot Street 22
L3T 1C8 Thornhill, Ontario
Canada

Date of birth April 28, 1967
Place of birth Baghdad
Country of birth Iraq
Nationality Canadian

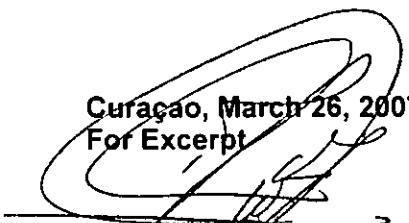
11
Function Proxy holder
Title description Vice-President
Name Kamal Khawaja Shah
Address 112-01 Queens Boulevard (8-D) Forest Hills
New York 11375
United States of America

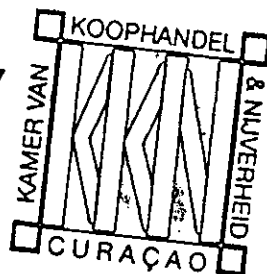
Date of birth October 20, 1940
Place of birth Delhi
Country of birth India
Nationality Pakistanian

12
Function Proxy holder
Title description Vice-President
Name Mahbub Jamil
Address House #1, Block-B,
Bashundhara, Dhaka-1212

Date of birth November 12, 1941
Place of birth Dhaka
Country of birth Bangladesh

Only valid if stamped and signed by the Chamber of Commerce.


Curaçao, March 26, 2007
For Excerpt
I.N.M. JANQA
Head Commercial Register



END